

ARTICLES OF INCORPORATION STATE OF NEW MEXICO

State Corporation Commission of New Mexico.

CERTIFICATE OF COMPARISON

United States of America, State of New Mexico, ss.

It is hereby certified that the annexed is a full, true and complete transcript of the

Certificate of Incorporation of

TAIBAN-TOLAR OIL AND GAS SYNDICATE

(No Stockholders' Liability)

No. 10621

with the endorsements thereon, as same appears on file and of record in the office of the State Corporation Commission.

In testimony whereof, the State Corporation Commission of the State of New Mexico has caused this certificate to be signed by its chairman and the seal of said Commission, to be affixed at the City of Santa Fe on this 10th day of June A. D. 1920.

(Seal) HUGH H. WILLIAMS, Chairman.

Attest: M. P. MANZANARES, Acting Clerk.

Certificate of Incorporation of

TAIBAN-TOLAR OIL AND GAS SYNDICATE

(No Stockholders' Liability)

We, the undersigned, being desirous of forming a private corporation, under and by authority of the laws of the state of New Mexico, hereby associate ourselves together and have made, signed, executed and acknowledged the following articles for that purpose.

1. The name of the corporation shall be Taiban-Tolar Oil and Gas Syndicate (No Stockholders' Liability).

2. Its principal office in this state shall be located in the City of Clovis, Curry County, New Mexico, and John Dahl, whose post office address is Clovis, New Mexico, is hereby named and designated as the statutory agent in charge of said corporation and upon whom process against the corporation may be served.

3. The objects for which this corporation is formed, in addition to the general powers conferred by law, are as follows:

To acquire by purchase, lease, gift, devise or otherwise, oil and gas leases, mines, mineral lands, oil and gas lands, and leases and to acquire by location and discovery or otherwise, under and in pursuance to the laws of the United States of America, mines and mining claims, and to acquire by gift, purchase, devise, lease or otherwise any mines or mining claims, patented or located, or discovered by any person or association of persons under the Laws of the United States of America.

To engage in or carry on the business of drilling and exploring for oil; to mine, dig for or otherwise obtain from the earth, petroleum, rock or carbon oils, natural gas or other volatile mineral substances; to manufacture, refine, prepare for market, buy, sell and transport gas and oil in the crude or refined condition; to acquire for these purposes gas and oil lands, leaseholds and other interests in real estate and gas, oil and other rights, to construct and maintain conduits and lines of tubing and piping for the transportation of natural gas or oil for the public generally as well as for the use of said corporation; to transport such oil and gas by means of such pipes, tank cars or otherwise and to sell and supply the same to others; to lay, buy, lease, sell and operate pipes, pipe lines and storage tanks to be used for the purpose of transporting and storing oils and gas and of doing a general pipe line and storage business; to construct and maintain gas wells, oil wells and oil refineries, and to buy, sell and deal in gas and oil; to construct and maintain all railways, tramways, telegraph and telephone lines necessary or convenient in the prosecution of the business of the company; to obtain and prepare for market such other valuable minerals or materials as may be discovered in developing the lands of the company and to do and transact all business properly connected with or incidental to any or all of said objects and purposes.

To acquire by grant, purchase or otherwise subject to legislative authority when and where necessary, franchises, concessions, rights and privileges of every kind and nature incidental to the carrying out of the purposes of this corporation.

It is hereby provided that this corporation may conduct its business and perform any and all acts herein specified in any state of the Union and for such purposes may have one or more offices out of this state.

The amount of the authorized capital stock of the corporation is \$100,000.00 divided into one thousand shares of the par value of \$100 each. The amount of capital with which it shall begin business shall be \$34,000.00.

All shares of stock shall be fully paid before issued and shall thereafter be non-assessable.

The names and respective post-office addresses and respective number of shares subscribed by each of the incorporators herein, are as follows:

John Dahl, Clovis, New Mexico, 220 shares.

John F. McSpadden, Wichita Falls, Texas, 20 shares.

George W. Diederich, Wichita Falls, Texas, 100 shares.

5. This corporation shall exist for a term of fifty years.

6. The names and respective post-office addresses of those who shall serve as directors for the first three months are as follows:

John Dahl, Clovis, New Mexico.

John F. McSpadden, Wichita Falls, Texas.

Geo. W. Diederich, Wichita Falls, Texas.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 1st day of June, 1920.

JNO. F. McSPADDEN (SEAL)

GEO. W. DIEDERICH (SEAL)

State of New Mexico, County of Curry, ss.

On this 1st day of June, 1920, before me personally appeared John Dahl and John F. McSpadden, to me known to be the persons described in and who executed the foregoing instrument, and acknowledged to me that they executed the same as their free act and deed.

In witness whereof, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

(SEAL) A. E. CURREN, Notary Public.

My commission expires June 13, 1922

State of Texas, County of Wichita, ss.

On this 7th day of June, 1920, before me personally appeared George W. Diederich, to me known to be the person described in and who executed the foregoing instrument and acknowledged to me that he executed the same as his free act and deed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year in this certificate first above written.

(SEAL) M. W. McGUINNIS, Notary Public.

My commission expires June 1, 1921.

ENDORSED

No. 10622

Cor. Rec'd. Vol. 7 Page 24

Certificate of Incorporation of

TAIBAN-TOLAR OIL AND GAS SYNDICATE

(No Stockholders' Liability)

Filed in the Office of the State Corporation Commission of New Mexico, June 10, 1920, 11 a. m.

A. L. MORRISON, Clerk.

Compared JJO to EMA.

State of New Mexico, County of Curry, ss.

I hereby certify that this instrument was filed for record on the 12th day of June, A. D. 1920, at 10:00 o'clock a. m., and duly recorded in book 1, page 296 to 299 of the records of Art. Inc. of said County.

W. C. ZERWER, County Clerk.

STATE OF NEW MEXICO

State Corporation Commission of New Mexico.

CERTIFICATE OF COMPARISON

United States of America, State of New Mexico, ss.

It is hereby certified that the annexed is a full, true and complete transcript of the

Certificate of Stockholders' Non-Liability of

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(No Stockholders' Liability)

No. 10622

with the endorsements thereon, as same appears on file and of record in the office of the State Corporation Commission.

In testimony whereof, the State Corporation Commission of the State of New Mexico has caused this certificate to be signed by its chairman and the seal of said Commission, to be affixed at the City of Santa Fe on this 10th day of June A. D. 1920.

(Seal) HUGH H. WILLIAMS, Chairman.

Attest: M. P. MANZANARES, Acting Clerk.

Certificate of Filing

United States of America, State of New Mexico, ss.

It is hereby certified that there was filed for record in the office of the State Corporation Commission of the State of New Mexico, on the tenth day of June, A. D. 1920; at 11 o'clock a. m.

Certificate of Incorporation and Certificate of Stockholders' Non-Liability of

TAIBAN-TOLAR OIL AND GAS SYNDICATE

(No Stockholders' Liability)

Wherefore, the incorporators named in said Certificate of Incorporation, and who have signed the same

and their successors and assigns, are hereby declared to be from this date until the Tenth day of June, A. D. Nineteen Hundred and Seventy, a Corporation by the name and for the purposes set forth in said Certificate.

(Nos. 10621 and 10622)

In Testimony Whereof, the State Corporation Commission of the State of New Mexico has caused this certificate to be signed by its Chairman and the Seal of said Commission, to be affixed at the City of Santa Fe on this 10th day of June, A. D. 1920.

(SEAL) HUGH H. WILLIAMS, Chairman.

Attest: M. P. MANZANARES, Acting Clerk.

Certificate of Non-Liability. TAIBAN-TOLAR OIL AND GAS SYNDICATE

(No Stockholders' Liability)

State of New Mexico, County of Curry, ss.

This is to certify that we, the undersigned subscribers to the capital stock of the above named corporation, for and on behalf of ourselves and all other stockholders who may become associated with us and said corporation, do hereby declare that there shall be no stockholders' liability on account of any stock issued by said corporation after the commencement of business by said corporation; and that said stockholders are only severally liable for the amount of capital of said corporation certified to have been actually paid in, in property or cash, at the time of the commencement of business by said corporation.

IN WITNESS WHEREOF, We have hereunto subscribed our names and set our seals the 1st day of June, 1920.

JOHN DAHL (SEAL)

JNO. F. McSPADDEN (SEAL)

GEO. W. DIEDERICH (SEAL)

State of New Mexico, County of Curry, ss.

On this 1st day of June, 1920, before me personally appeared John Dahl and John F. McSpadden, to me known to be the persons described in and who executed the foregoing instrument, and acknowledged to me that they executed the same as their free act and deed.

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